

Exhibit 5

Weissmann Declaration



**Pacific Gas and
Electric Company®**

Janet Loduca
Vice President and Deputy General Counsel

Law Department
77 Beale Street, B30A
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July 23, 2018

Henry Weissmann
Munger, Tolles & Olson LLP
350 South Grand Avenue, 50th Floor
Los Angeles, CA 90071

Re: HC-Legal-Affiliate Rules Compliance
Matter Number: 1707036

Dear Mr. Weissmann: *Henry*

This letter covers terms of our legal engagement. We agree that the terms and conditions of your services are covered by the Master Service Agreement (MSA) between Pacific Gas and Electric Company (PG&E) and Munger, Tolles & Olson LLP, dated January 1, 2018.

Your budget for this case is \$65,000. PG&E will not pay your bills if they exceed the budget without advance written approval from the PG&E liaison identified below.

PG&E agrees to pay the billing rate, subject to discounts or payment terms specified in the MSA. These rates remain in effect during the term of this engagement. If you change or add personnel assigned to this matter, you agree to seek our approval in writing within ten (10) days of each change or addition (including different billing rates). No other person is authorized to work on this matter without our approval.

If you and PG&E enter into an alternative fee arrangement for a specific project (*e.g.*, a fixed fee for a motion) or for your remaining work, the arrangement will be separately documented and you will invoice PG&E according to that arrangement.

Your PG&E liaison for this engagement is Christine DeSanze, whose telephone number is (415) 973-3466. Please contact your liaison on any issue that arises during this engagement.

Henry Weissmann
July 23, 2018
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Please indicate your acceptance by signing this letter and returning it to our Legal Finance Support Group at the address below:

Pacific Gas and Electric Company
Attn: Legal Finance Support Group
P. O. Box 7133
San Francisco, CA 94120-7133

Very truly yours,



Janet Loduca
VP and Deputy General Counsel

I agree to and accept the terms of the engagement.

Munger, Tolles & Olson LLP

By 
Henry Weissmann

Date: 7/30/18